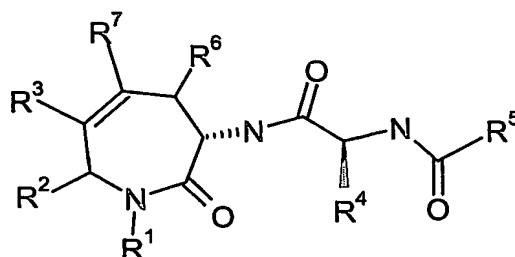


**Claims:**

1. A compound of formula (I):



(I)

wherein:

$R^1$  is selected from H, optionally substituted  $C_{1-3}$ alkylaryl, optionally substituted  $C_{1-3}$ alkylheterocycle, optionally substituted alkyl, optionally substituted  $C_{3-6}$ cycloalkyl,  $C_{2-4}$ alkylNR<sup>a</sup>R<sup>b</sup>, or  $C_{1-4}$ alkylCOR<sup>d</sup>, wherein all such optional substitutions are made with 0, 1, 2 or 3 R<sup>e</sup>;

R<sup>a</sup> and R<sup>b</sup> are, at each occurrence independently selected from H,  $C_{1-4}$ alkyl or  $C_{5-6}$ cycloalkyl, or R<sup>a</sup> and R<sup>b</sup> and the N to which they are attached in combination form a 5 or 6-membered N-linked heterocycle having 2 nitrogen or, 1 nitrogen and 1 oxygen, ring atoms, wherein the non-linked nitrogen is substituted with R<sup>c</sup>;

R<sup>c</sup> is, at each occurrence independently selected from H,  $C_{1-3}$ alkyl, or substituted phenyl with 0, 1, 2, or 3 R<sup>e</sup>;

R<sup>d</sup> is, at each occurrence independently selected from  $C_{1-3}$ alkyl,  $C_{1-3}$ alkoxy, or NR<sup>a</sup>R<sup>b</sup>;

R<sup>e</sup> is, at each occurrence independently selected from OH, F, Cl, Br, I, CN, NO<sub>2</sub>, CF<sub>3</sub>,  $C_{1-6}$ alkyl, or  $C_{1-6}$ alkoxy;

R<sup>2</sup>, R<sup>3</sup>, R<sup>6</sup> and R<sup>7</sup> are independently selected from H, optionally substituted 5- or 6-membered aromatic or heteroaromatic ring, said ring having 0,1,2 or 3, nitrogen, oxygen or sulfur atoms, but not more than 2 oxygen atoms or 2 sulfur atoms or 1 oxygen and 1 sulfur atom, optionally substituted  $C_{1-3}$ alkylaryl, optionally substituted  $C_{1-3}$ alkylheterocycle, optionally substituted  $C_{1-6}$ alkyl, or optionally substituted  $C_{3-6}$ cycloalkyl, wherein all such optional substitutions are made with 0, 1, 2, or 3 R<sup>e</sup>

moieties, with the requirement that one or more of  $R^2$ ,  $R^3$ ,  $R^6$  and  $R^7$  are aromatic or heteroaromatic;

$R^4$  is H, optionally substituted 5- or 6-membered aromatic or heteroaromatic ring, said ring having 0, 1, 2 or 3, nitrogen, oxygen or sulfur atoms, but not more than 2 oxygen atoms or 2 sulfur atoms or 1 oxygen and 1 sulfur atom,  $C_{1-6}$ alkyl,  $C_{3-6}$  cycloalkyl, or  $CR^9R^{10}R^{11}$ ;

$R^5$  is  $-C_{1-6}$ alkyl,  $-C_{1-3}$ alkyl $R^{12}$  or  $CH(OH)R^{13}$ ;

$R^9$ ,  $R^{10}$  and  $R^{11}$  are, at each occurrence independently selected from H, F,  $C_{1-4}$ alkyl, OH,  $OCH_3$ , SH,  $SCH_3$ ,  $CH_2SCH_3$ ;

$R^{12}$  is phenyl substituted with 0, 1, 2 or 3  $R^e$ ;

$R^{13}$  is  $C_{1-6}$ alkyl or  $R^{12}$ ;

or a pharmaceutically acceptable salt thereof.

2. A compound of claim 1, wherein:

$R^1$  is selected from H, or optionally substituted alkyl, wherein such optional substitution is made with 0, 1, or 2 substituents selected from  $C_{1-6}$ cycloalkyl,  $C_{1-6}$ cycloalkoxy, or phenyl;

$R^2$ ,  $R^3$ ,  $R^6$  and  $R^7$  are independently selected from H, or optionally substituted 6-membered aromatic, wherein such optional substitution is made with 0, 1, 2, or 3  $R^e$  moieties, with the requirement that one or more of  $R^2$ ,  $R^3$ ,  $R^6$  and  $R^7$  are aromatic;

$R^4$  is H, or  $C_{1-6}$ alkyl;

$R^5$  is  $-C_{1-6}$ alkyl,  $-C_{1-3}$ alkyl $R^{12}$ ;

$R^{12}$  is phenyl substituted with 0, 1, 2 or 3  $R^e$ ;

$R^e$  is, at each occurrence independently selected from OH, F, Cl, Br, I, CN,  $NO_2$ ,  $CF_3$ ,  $C_{1-6}$ alkyl, or  $C_{1-6}$ alkoxy; or a pharmaceutically acceptable salt thereof.

3. A compound of claim 1, wherein:

$R^1$  is selected from H,  $-C_{1-6}$ alkyl,  $-(CH_2)_2OCH_3$ ,  $-CH_2$ -phenyl,  $-CH_2C_{1-6}$ cycloalkyl;

$R^2$ ,  $R^3$ ,  $R^6$  and  $R^7$  are independently selected from H, or a substituted phenyl, wherein such substituent is selected from 1, 2, or 3 of the following F, Cl, Br, I or  $OCH_3$ ;

$R^4$  is H, or  $C_{1-6}$ alkyl;

$R^5$  is  $-C_{1-6}$ alkyl,  $-C_{1-3}$ alkyl $R^{12}$  wherein  $R^{12}$  is a substituted phenyl, wherein such substituent is selected from 1, 2 or 3 of the following F, Cl, Br, I or  $OCH_3$ , or a pharmaceutically acceptable salt thereof.

5 4. A compound of claim 1, wherein:

$R^1$  is  $-C_{1-3}$ alkyl,  $-CH_2C_{1-4}$ cycloalkyl.

5. A compound of claim 1, wherein:

$R^1$  is methyl or  $-CH_2$ cyclopropane.

6. A compound of claim 1, wherein:

10  $R^e$  is, at each occurrence independently selected from F, Cl,  $CF_3$ ,  $C_{1-6}$ alkyl, or  $C_{1-6}$ alkoxy.

7. A compound of claim 1, wherein:

$R^2$  is an optionally substituted phenyl, wherein such optional substitution is made with 0, 1, 2, or 3  $R^e$  moieties.

15 8. A compound of claim 1, wherein:

$R^3$ ,  $R^6$  and  $R^7$  are H.

9. A compound of claim 1, wherein:

$R^4$  is  $C_{1-6}$ alkyl.

10. A compound of claim 1, wherein:

20  $R^5$  is  $-C_{1-6}$ alkyl,  $-C_{1-3}$ alkyl $R^{12}$  wherein  $R^{12}$  is a substituted phenyl, wherein such substituent is selected from 1, 2 or 3 of the following F, Cl, Br, I or  $OCH_3$ .

11. A compound of formula (I) selected from:

25  $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3*S*,7*S*)-1-methyl-2-oxo-7-phenyl-2,3,4,7-tetrahydro-1*H*-azepin-3-yl]-L-alaninamide;

$N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3*S*,7*R*)-1-methyl-2-oxo-7-phenyl-2,3,4,7-tetrahydro-1*H*-azepin-3-yl]-L-alaninamide;

$N^1$ -[(3*S*,7*S*)-1-(cyclopropylmethyl)-2-oxo-7-phenyl-2,3,4,7-tetrahydro-1*H*-azepin-3-yl]- $N^2$ -[(3,5-difluorophenyl)acetyl]-L-alaninamide;

30  $N^1$ -[(3*S*,7*R*)-1-(cyclopropylmethyl)-2-oxo-7-phenyl-2,3,4,7-tetrahydro-1*H*-azepin-3-yl]- $N^2$ -[(3,5-difluorophenyl)acetyl]-L-alaninamide;

$N^1$ -[(3*S*,7*S*)-1-benzyl-2-oxo-7-phenyl-2,3,4,7-tetrahydro-1*H*-azepin-3-yl]- $N^2$ -[(3,5-difluorophenyl)acetyl]-L-alaninamide;

- $N^1$ -[(3*S*,7*R*)-1-benzyl-2-oxo-7-phenyl-2,3,4,7-tetrahydro-1*H*-azepin-3-yl]- $N^2$ -[(3,5-difluorophenyl)acetyl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3*S*,7*S*)-1-(2-methoxyethyl)-2-oxo-7-phenyl-2,3,4,7-tetrahydro-1*H*-azepin-3-yl]-L-alaninamide;
- 5  $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3*S*,7*R*)-1-(2-methoxyethyl)-2-oxo-7-phenyl-2,3,4,7-tetrahydro-1*H*-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(2*S*)-2-hydroxy-4-methylpentanoyl]- $N^1$ -[(3*S*,7*S*)-1-(2-methoxyethyl)-2-oxo-7-phenyl-2,3,4,7-tetrahydro-1*H*-azepin-3-yl]-L-leucinamide;
- $N^1$ -[(3*R*,7*S*)-1-cyclopentyl-2-oxo-7-phenyl-2,3,4,7-tetrahydro-1*H*-azepin-3-yl]- $N^2$ -
- 10 [(3,5-difluorophenyl)acetyl]-L-alaninamide;
- $N^1$ -[(3*S*,7*S*)-1-cyclopentyl-2-oxo-7-phenyl-2,3,4,7-tetrahydro-1*H*-azepin-3-yl]- $N^2$ -[(3,5-difluorophenyl)acetyl]-L-alaninamide;
- $N^1$ -[(3*R*,7*S*)-1-isobutyl-2-oxo-7-phenyl-2,3,4,7-tetrahydro-1*H*-azepin-3-yl]- $N^2$ -[(3,5-difluorophenyl)acetyl]-L-alaninamide;
- 15  $N^1$ -[(3*S*,7*S*)-1-isobutyl-2-oxo-7-phenyl-2,3,4,7-tetrahydro-1*H*-azepin-3-yl]- $N^2$ -[(3,5-difluorophenyl)acetyl]-L-alaninamide;
- $N^1$ -[(3*S*,7*S*)-1-(cyclopropylmethyl)-7-(4-fluorophenyl)-2-oxo-2,3,4,7-tetrahydro-1*H*-azepin-3-yl]- $N^2$ -[(3,5-difluorophenyl)acetyl]-L-alaninamide;
- $N^1$ -[(3*R*,7*S*)-1-(cyclopropylmethyl)-7-(4-fluorophenyl)-2-oxo-2,3,4,7-tetrahydro-1*H*-
- 20 azepin-3-yl]- $N^2$ -[(3,5-difluorophenyl)acetyl]-L-alaninamide
- $N^1$ -[(3*S*,7*S*)-1-(cyclopropylmethyl)-7-(4-methoxyphenyl)-2-oxo-2,3,4,7-tetrahydro-1*H*-azepin-3-yl]- $N^2$ -[(3,5-difluorophenyl)acetyl]-L-alaninamide (11)
- $N^1$ -[(3*R*,7*S*)-1-(cyclopropylmethyl)-7-(4-methoxyphenyl)-2-oxo-2,3,4,7-tetrahydro-1*H*-azepin-3-yl]- $N^2$ -[(3,5-difluorophenyl)acetyl]-L-alaninamide;
- 25  $N^1$ -[(3*S*,7*S*)-1-(cyclopropylmethyl)-7-(4-methoxyphenyl)-2-oxo-2,3,4,7-tetrahydro-1*H*-azepin-3-yl]- $N^2$ -[(2*S*)-2-hydroxy-4-methylpentanoyl]-L-leucinamide;
- $N^2$ -[(2*S*)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3*S*,7*S*)-1-methyl-2-oxo-7-phenyl-2,3,4,7-tetrahydro-1*H*-azepin-3-yl]-L-alaninamide;
- 30  $N^2$ -[(2*R*)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3*S*,7*S*)-1-methyl-2-oxo-7-phenyl-2,3,4,7-tetrahydro-1*H*-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(2*S*)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3*S*,7*S*)-2-oxo-7-phenyl-2,3,4,7-tetrahydro-1*H*-azepin-3-yl]-L-alaninamide;

- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,7S)-2-oxo-7-phenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S)-1-methyl-2-oxo-6-phenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- 5  $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S)-2-oxo-6-phenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S)-1-methyl-2-oxo-6-phenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S)-1-methyl-2-oxo-6-phenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- 10  $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S)-2-oxo-6-phenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S)-2-oxo-6-phenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- 15  $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S)-1-methyl-2-oxo-5-phenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S)-2-oxo-5-phenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S)-1-methyl-2-oxo-5-phenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- 20  $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S)-1-methyl-2-oxo-5-phenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S)-2-oxo-5-phenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- 25  $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S)-2-oxo-5-phenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,4S)-1-methyl-2-oxo-4-phenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,4S)-2-oxo-4-phenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- 30  $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4S)-1-methyl-2-oxo-4-phenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;

- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]-  $N^1$ -[(3S,4S)-1-methyl-2-oxo-4-phenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]-  $N^1$ -[(3S,4S)-2-oxo-4-phenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- 5  $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]-  $N^1$ -[(3S,4S)-2-oxo-4-phenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]-  $N^1$ -[(3S,4R)-1-methyl-2-oxo-4-phenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]-  $N^1$ -[(3S,4R)-2-oxo-4-phenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- 10  $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]-  $N^1$ -[(3S,4R)-1-methyl-2-oxo-4-phenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]-  $N^1$ -[(3S,4R)-1-methyl-2-oxo-4-phenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- 15  $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]-  $N^1$ -[(3S,4R)-2-oxo-4-phenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]-  $N^1$ -[(3S,4R)-2-oxo-4-phenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]-  $N^1$ -[(3S,4S,7S)-1-methyl-2-oxo-4,7-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- 20  $N^2$ -[(3,5-difluorophenyl)acetyl]-  $N^1$ -[(3S,4S,7S)-2-oxo-4,7-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]-  $N^1$ -[(3S,4S,7S)-1-methyl-2-oxo-4,7-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- 25  $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]-  $N^1$ -[(3S,4S,7S)-1-methyl-2-oxo-4,7-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]-  $N^1$ -[(3S,4S,7S)-2-oxo-4,7-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]-  $N^1$ -[(3S,4S,7S)-2-oxo-4,7-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- 30  $N^2$ -[(3,5-difluorophenyl)acetyl]-  $N^1$ -[(3S,4R,7S)-1-methyl-2-oxo-4,7-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;

- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,4R,7S)-2-oxo-4,7-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4R,7S)-1-methyl-2-oxo-4,7-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- 5  $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4R,7S)-1-methyl-2-oxo-4,7-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4R,7S)-2-oxo-4,7-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4R,7S)-2-oxo-4,7-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- 10  $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,4R,7R)-1-methyl-2-oxo-4,7-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,4R,7R)-2-oxo-4,7-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- 15  $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4R,7R)-1-methyl-2-oxo-4,7-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4R,7R)-1-methyl-2-oxo-4,7-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4R,7R)-2-oxo-4,7-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- 20  $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4R,7R)-2-oxo-4,7-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,7R)-1-methyl-2-oxo-5,7-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- 25  $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,7R)-2-oxo-5,7-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,7R)-1-methyl-2-oxo-5,7-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,7R)-1-methyl-2-oxo-5,7-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- 30  $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,7R)-2-oxo-5,7-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;

- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,7R)-2-oxo-5,7-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,7S)-1-methyl-2-oxo-5,7-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- 5  $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,7S)-2-oxo-5,7-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,7S)-1-methyl-2-oxo-5,7-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,7S)-1-methyl-2-oxo-5,7-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- 10  $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,7S)-2-oxo-5,7-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,7S)-2-oxo-5,7-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- 15  $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,4R)-1-methyl-2-oxo-4,6-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,4R)-2-oxo-4,6-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4R)-1-methyl-2-oxo-4,6-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- 20  $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4R)-1-methyl-2-oxo-4,6-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4R)-2-oxo-4,6-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- 25  $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4R)-2-oxo-4,6-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,4S)-1-methyl-2-oxo-4,6-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,4S)-2-oxo-4,6-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- 30  $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4S)-1-methyl-2-oxo-4,6-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;



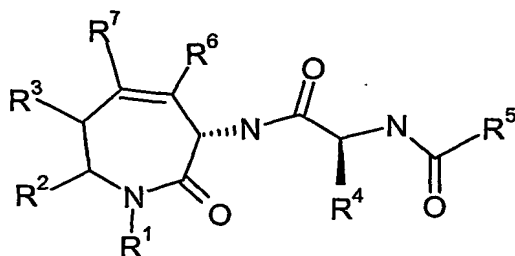
$N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4S)-1-methyl-2-oxo-4,6-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;

$N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4S)-2-oxo-4,6-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;

- 5  $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4S)-2-oxo-4,6-diphenyl-2,3,4,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide.

10

12. A compound of formula (II):



(II)

15

wherein:

R<sup>1</sup> is selected from H, optionally substituted C<sub>1-3</sub>alkylaryl, optionally substituted C<sub>1-3</sub>alkylheterocycle, optionally substituted alkyl, optionally substituted C<sub>3-6</sub>cycloalkyl, C<sub>2-4</sub>alkylNR<sup>a</sup>R<sup>b</sup>, or C<sub>1-4</sub>alkylCOR<sup>d</sup>, wherein all such optional  
 20 substitutions are made with 0, 1, 2 or 3 R<sup>e</sup>;

R<sup>a</sup> and R<sup>b</sup> are, at each occurrence independently selected from H, C<sub>1-4</sub>alkyl or C<sub>5-6</sub>cycloalkyl, or R<sup>a</sup> and R<sup>b</sup> and the N to which they are attached in combination form a 5 or 6-membered N-linked heterocycle having 2 nitrogen or, 1 nitrogen and 1 oxygen, ring atoms, wherein the non-linked nitrogen is substituted with R<sup>c</sup>;

25

R<sup>c</sup> is, at each occurrence independently selected from H, C<sub>1-3</sub>alkyl, or substituted phenyl with 0, 1, 2, or 3 R<sup>e</sup>;

$R^d$  is, at each occurrence independently selected from  $C_{1-3}$ alkyl,  $C_{1-3}$ alkoxy, or  $NR^aR^b$ ;

$R^e$  is, at each occurrence independently selected from OH, F, Cl, Br, I, CN,  $NO_2$ ,  $CF_3$ ,  $C_{1-6}$ alkyl, or  $C_{1-6}$ alkoxy;

5  $R^2$ ,  $R^3$ ,  $R^6$  and  $R^7$  are independently selected from H, optionally substituted 5- or 6-membered aromatic or heteroaromatic ring, said ring having 0,1,2 or 3, nitrogen, oxygen or sulfur atoms, but not more than 2 oxygen atoms or 2 sulfur atoms or 1 oxygen and 1 sulfur atom, optionally substituted  $C_{1-3}$ alkylaryl, optionally substituted  $C_{1-3}$ alkylheterocycle, optionally substituted  $C_{1-6}$ alkyl, or optionally substituted  $C_{3-6}$  cycloalkyl, wherein all such optional substitutions are made with 0, 1, 2, or 3  $R^e$   
10 moieties, with the requirement that one or more of  $R^2$ ,  $R^3$ ,  $R^6$  and  $R^7$  are aromatic or heteroaromatic;

$R^4$  is H, optionally substituted 5- or 6-membered aromatic or heteroaromatic ring, said ring having 0,1,2 or 3, nitrogen, oxygen or sulfur atoms, but not more than 2  
15 oxygen atoms or 2 sulfur atoms or 1 oxygen and 1 sulfur atom,  $C_{1-6}$ alkyl,  $C_{3-6}$  cycloalkyl, or  $CR^9R^{10}R^{11}$ ;

$R^5$  is  $C_{1-3}$ alkyl $R^{12}$  or  $CH(OH)R^{13}$ ;

$R^9$ ,  $R^{10}$  and  $R^{11}$  are, at each occurrence independently selected from H, F,  $C_{1-4}$ alkyl, OH,  $OCH_3$ , SH,  $SCH_3$ ,  $CH_2SCH_3$ ;

20  $R^{12}$  is phenyl substituted with 0, 1, 2 or 3  $R^e$ ;

$R^{13}$  is  $C_{1-6}$ alkyl or  $R^{12}$ ;

or a pharmaceutically acceptable salt thereof.

13. A compound of formula (II), wherein:

25  $R^1$  is selected from H, or optionally substituted alkyl wherein such optional substitution is made with 0, 1, or 2 substituents selected from  $C_{1-6}$ cycloalkyl,  $C_{1-6}$ cycloalkoxy, or phenyl;

$R^2$ ,  $R^3$ ,  $R^6$  and  $R^7$  are independently selected from H, or optionally substituted 6-membered aromatic, wherein such optional substitution is made with 0, 1, 2, or 3  $R^e$   
30 moieties, with the requirement that one or more of  $R^2$ ,  $R^3$ ,  $R^6$  and  $R^7$  are aromatic;

$R^4$  is H, or  $C_{1-6}$ alkyl;

$R^5$  is  $C_{1-3}$ alkyl $R^{12}$  or  $C_{1-6}$ alkyl;

$R^{12}$  is phenyl substituted with 0, 1, 2 or 3  $R^e$ ;

$R^e$  is, at each occurrence independently selected from OH, F, Cl, Br, I, CN, NO<sub>2</sub>, CF<sub>3</sub>, C<sub>1-6</sub>alkyl, or C<sub>1-6</sub>alkoxy; or a pharmaceutically acceptable salt thereof.

5 14. A compound of claim 12, wherein:

$R^1$  is selected from H, -C<sub>1-6</sub>alkyl, -(CH<sub>2</sub>)<sub>2</sub>OCH<sub>3</sub>, -CH<sub>2</sub>-phenyl, -CH<sub>2</sub>C<sub>1-6</sub>cycloalkyl;

$R^2$ ,  $R^3$ ,  $R^6$  and  $R^7$  are independently selected from H, or a substituted phenyl, wherein such substituent is selected from 1, 2, or 3 of the following F, Cl, Br, I or  
10 OCH<sub>3</sub>;

$R^4$  is H, or C<sub>1-6</sub>alkyl;

$R^5$  is -C<sub>1-6</sub>alkyl, -C<sub>1-3</sub>alkylR<sup>12</sup> wherein R<sup>12</sup> is a substituted phenyl, wherein such substituent is selected from 1, 2 or 3 of the following F, Cl, Br, I or OCH<sub>3</sub>; or a pharmaceutically acceptable salt thereof.

15 15. A compound of claim 12, wherein:

$R^1$  is selected from -C<sub>1-3</sub>alkyl, or -CH<sub>2</sub>C<sub>1-4</sub>cycloalkyl.

16. A compound of claim 12, wherein:

$R^1$  is selected from methyl or -CH<sub>2</sub>cyclopropane.

17. A compound of claim 12, wherein:

20  $R^e$  is at each occurrence independently selected from F, Cl, CF<sub>3</sub>, C<sub>1-6</sub>alkyl, or C<sub>1-6</sub>alkoxy.

18. A compound of claim 12, wherein:

$R^2$  is an optionally substituted phenyl, wherein such optional substitution is made with 0, 1, 2, or 3  $R^e$  moieties.

25 19. A compound of claim 12, wherein:

$R^3$ ,  $R^6$  and  $R^7$  are H.

20. A compound of claim 12, wherein:

$R^4$  is C<sub>1-6</sub>alkyl.

21. A compound of claim 12, wherein:

30  $R^5$  is -C<sub>1-6</sub>alkyl, -C<sub>1-3</sub>alkylR<sup>12</sup> wherein R<sup>12</sup> is a substituted phenyl, wherein such substituent is selected from 1, 2 or 3 of the following F, Cl, Br, I or OCH<sub>3</sub>.

22. A compound of formula (II) selected from:

- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,7S)-1-methyl-2-oxo-7-phenyl-2,3,6,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,7S)-2-oxo-7-phenyl-2,3,6,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- 5  $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,7S)-1-methyl-2-oxo-7-phenyl-2,3,6,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,7S)-1-methyl-2-oxo-7-phenyl-2,3,6,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,7S)-2-oxo-7-phenyl-2,3,6,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- 10  $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,7S)-2-oxo-7-phenyl-2,3,6,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,7R)-1-methyl-2-oxo-7-phenyl-2,3,6,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- 15  $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,7R)-2-oxo-7-phenyl-2,3,6,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,7R)-1-methyl-2-oxo-7-phenyl-2,3,6,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,7R)-1-methyl-2-oxo-7-phenyl-2,3,6,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- 20  $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,7R)-2-oxo-7-phenyl-2,3,6,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,7R)-2-oxo-7-phenyl-2,3,6,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- 25  $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,6R)-1-methyl-2-oxo-6-phenyl-2,3,6,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,6R)-2-oxo-6-phenyl-2,3,6,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,6R)-1-methyl-2-oxo-6-phenyl-2,3,6,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- 30  $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,6R)-1-methyl-2-oxo-6-phenyl-2,3,6,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;

- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,6R)-2-oxo-6-phenyl-2,3,6,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,6R)-2-oxo-6-phenyl-2,3,6,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- 5  $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,6S)-1-methyl-2-oxo-6-phenyl-2,3,6,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,6S)-2-oxo-6-phenyl-2,3,6,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,6S)-1-methyl-2-oxo-6-phenyl-2,3,6,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- 10  $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,6S)-1-methyl-2-oxo-6-phenyl-2,3,6,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,6S)-2-oxo-7-phenyl-2,3,6,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- 15  $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,6S)-2-oxo-6-phenyl-2,3,6,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S)-1-methyl-2-oxo-5-phenyl-2,3,6,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S)-2-oxo-5-phenyl-2,3,6,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- 20  $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S)-1-methyl-2-oxo-5-phenyl-2,3,6,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S)-1-methyl-2-oxo-5-phenyl-2,3,6,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- 25  $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S)-2-oxo-5-phenyl-2,3,6,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S)-2-oxo-5-phenyl-2,3,6,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S)-1-methyl-2-oxo-4-phenyl-2,3,6,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;
- 30  $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S)-2-oxo-4-phenyl-2,3,6,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;

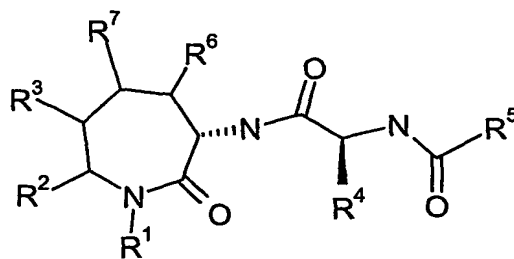
$N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S)-1-methyl-2-oxo-4-phenyl-2,3,6,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;

$N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S)-1-methyl-2-oxo-4-phenyl-2,3,6,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;

5  $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S)-2-oxo-4-phenyl-2,3,6,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide;

$N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S)-2-oxo-4-phenyl-2,3,6,7-tetrahydro-1H-azepin-3-yl]-L-alaninamide.

10 23. A compound of formula (III):



(III)

wherein:

15  $R^1$  is selected from H, optionally substituted  $C_{1-3}$ alkylaryl, optionally substituted  $C_{1-3}$ alkylheterocycle, optionally substituted alkyl, optionally substituted  $C_{3-6}$ cycloalkyl,  $C_{2-4}$ alkylNR<sup>a</sup>R<sup>b</sup>, or  $C_{1-4}$ alkylCOR<sup>d</sup>, wherein all such optional substitutions are made with 0, 1, 2 or 3 R<sup>e</sup>;

$R^a$  and  $R^b$  are, at each occurrence independently selected from H,  $C_{1-4}$ alkyl or  $C_{5-6}$ cycloalkyl, or  $R^a$  and  $R^b$  and the N to which they are attached in combination form  
20 a 5 or 6-membered N-linked heterocycle having 2 nitrogen or, 1 nitrogen and 1 oxygen, ring atoms, wherein the non-linked nitrogen is substituted with R<sup>c</sup>;

$R^c$  is, at each occurrence independently selected from H,  $C_{1-3}$ alkyl, or substituted phenyl with 0, 1, 2, or 3 R<sup>e</sup>;

25  $R^d$  is, at each occurrence independently selected from  $C_{1-3}$ alkyl,  $C_{1-3}$ alkoxy, or NR<sup>a</sup>R<sup>b</sup>;

$R^e$  is, at each occurrence independently selected from OH, F, Cl, Br, I, CN, NO<sub>2</sub>, CF<sub>3</sub>,  $C_{1-6}$ alkyl, or  $C_{1-6}$ alkoxy;

$R^2$ ,  $R^3$  and  $R^7$  are independently selected from H, optionally substituted  $C_{1-3}$ alkylaryl, optionally substituted  $C_{1-3}$ alkylheterocycle, optionally substituted 5- or 6-membered aromatic or heteroaromatic ring, said ring having 0,1,2 or 3, nitrogen, oxygen or sulfur atoms, but not more than 2 oxygen atoms or 2 sulfur atoms or 1 oxygen and 1 sulfur atom, optionally substituted  $C_{1-6}$ alkyl, or optionally substituted  $C_{3-6}$  cycloalkyl, wherein all such optional substitutions are made with 0, 1, 2, or 3  $R^e$  moieties, with the requirement that one or more of  $R^2$ ,  $R^3$  and  $R^7$  are aromatic or heteroaromatic;

$R^6$  is independently selected from H, optionally substituted  $C_{1-3}$ alkylaryl, optionally substituted  $C_{1-3}$ alkylheterocycle, optionally substituted  $C_{1-6}$ alkyl, or optionally substituted  $C_{3-6}$  cycloalkyl, wherein all such optional substitutions are made with 0, 1, 2, or 3  $R^e$  moieties;

$R^4$  is H, optionally substituted 5- or 6-membered aromatic or heteroaromatic ring, said ring having 0,1,2 or 3, nitrogen, oxygen or sulfur atoms, but not more than 2 oxygen atoms or 2 sulfur atoms or 1 oxygen and 1 sulfur atom,  $C_{1-6}$ alkyl,  $C_{3-6}$  cycloalkyl, or  $CR^9R^{10}R^{11}$ ;

$R^5$  is  $-C_{1-6}$ alkyl,  $-C_{1-3}$ alkyl $R^{12}$  or  $CH(OH)R^{13}$ ;

$R^9$ ,  $R^{10}$  and  $R^{11}$  are, at each occurrence independently selected from H, F,  $C_{1-4}$ alkyl, OH,  $OCH_3$ , SH,  $SCH_3$ ,  $CH_2SCH_3$ ;

$R^{12}$  is phenyl substituted with 0, 1, 2 or 3  $R^e$ ;

$R^{13}$  is  $C_{1-6}$ alkyl or  $R^{12}$ ;

or a pharmaceutically acceptable salt thereof.

24. A compound of formula (III), wherein:

$R^1$  is selected from H, or optionally substituted alkyl, wherein such optional substitution is made with 0, 1, or 2 substituents selected from  $C_{1-6}$ cycloalkyl,  $C_{1-6}$ cycloalkoxy, or phenyl;

$R^2$ ,  $R^3$ ,  $R^6$  and  $R^7$  are independently selected from H, or optionally substituted 6-membered aromatic, wherein such optional substitution is made with 0, 1, 2, or 3  $R^e$  moieties, with the requirement that one or more of  $R^2$ ,  $R^3$ ,  $R^6$  and  $R^7$  are aromatic;

$R^4$  is H, or  $C_{1-6}$ alkyl;

$R^5$  is  $-C_{1-6}$ alkyl or  $-C_{1-3}$ alkyl $R^{12}$ ;

$R^{12}$  is phenyl substituted with 0, 1, 2 or 3  $R^e$ ;

$R^e$  is, at each occurrence independently selected from OH, F, Cl, Br, I, CN, NO<sub>2</sub>, CF<sub>3</sub>, C<sub>1-6</sub>alkyl, or C<sub>1-6</sub>alkoxy; or a pharmaceutically acceptable salt thereof.

5 25. A compound of formula (III), wherein:

$R^1$  is selected from H, -C<sub>1-6</sub>alkyl, -(CH<sub>2</sub>)<sub>2</sub>OCH<sub>3</sub>, -CH<sub>2</sub>-phenyl, -CH<sub>2</sub>C<sub>1-6</sub>cycloalkyl;

$R^2$ ,  $R^3$ ,  $R^6$  and  $R^7$  are independently selected from H, or a substituted phenyl, wherein such substituent is selected from 1, 2, or 3 of the following F, Cl, Br, I or  
10 OCH<sub>3</sub>;

$R^4$  is H, or C<sub>1-6</sub>alkyl;

$R^5$  is -C<sub>1-6</sub>alkyl, -C<sub>1-3</sub>alkylR<sup>12</sup> wherein R<sup>12</sup> is a substituted phenyl, wherein such substituent is selected from 1, 2 or 3 of the following F, Cl, Br, I or OCH<sub>3</sub>, or a pharmaceutically acceptable salt thereof.

15

26. A compound of claim 23, wherein:

$R^1$  is -C<sub>1-6</sub>alkyl, -CH<sub>2</sub>C<sub>1-4</sub>cycloalkyl.

27. A compound of claim 23, wherein:

20  $R^1$  is methyl or -CH<sub>2</sub>cyclopropane.

28. A compound of claim 23, wherein:

$R^e$  is, at each occurrence independently selected from F, Cl, CF<sub>3</sub>, C<sub>1-6</sub>alkyl, or C<sub>1-6</sub>alkoxy.

25 29. A compound of claim 23, wherein:

$R^2$  is an optionally substituted phenyl, wherein such optional substitution is made with 0, 1, 2, or 3  $R^e$  moieties.

30. A compound of claim 23, wherein:

$R^3$ ,  $R^6$  and  $R^7$  are H.

30 31. A compound of claim 23, wherein:

$R^4$  is C<sub>1-6</sub>alkyl.

32. A compound of claim 23, wherein:



$R^5$  is  $-C_{1-6}alkyl$ ,  $-C_{1-3}alkylR^{12}$  wherein  $R^{12}$  is a substituted phenyl, wherein such substituent is selected from 1, 2 or 3 of the following F, Cl, Br, I or  $OCH_3$ .

33. A compound of formula (III) selected from:

- 5  $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,7S)-1-methyl-2-oxo-7-phenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,7R)-1-methyl-2-oxo-7-phenylazepan-3-yl]-L-alaninamide;
- 10  $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3R,7S)-1-methyl-2-oxo-7-phenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3R,7R)-1-methyl-2-oxo-7-phenylazepan-3-yl]-L-alaninamide (3□);
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,7R)-2-oxo-7-phenylazepan-3-yl]-L-alaninamide;
- 15  $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,7R)-1-methyl-2-oxo-7-phenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,7R)-1-methyl-2-oxo-7-phenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,7R)-2-oxo-7-
- 20 phenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,7R)-2-oxo-7-phenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,7S)-2-oxo-7-phenylazepan-3-yl]-L-alaninamide;
- 25  $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,7S)-1-methyl-2-oxo-7-phenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,7S)-1-methyl-2-oxo-7-phenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,7S)-2-oxo-7-
- 30 phenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,7S)-2-oxo-7-phenylazepan-3-yl]-L-alaninamide;

- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,6R)-1-methyl-2-oxo-6-phenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,6R)-2-oxo-6-phenylazepan-3-yl]-L-alaninamide;
- 5  $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,6R)-1-methyl-2-oxo-6-phenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,6R)-1-methyl-2-oxo-6-phenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,6R)-2-oxo-6-phenylazepan-3-yl]-L-alaninamide;
- 10  $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,6R)-1-methyl-2-oxo-6-phenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,6S)-1-methyl-2-oxo-6-phenylazepan-3-yl]-L-alaninamide;
- 15  $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,6S)-2-oxo-6-phenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,6S)-1-methyl-2-oxo-6-phenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,6S)-1-methyl-2-oxo-6-phenylazepan-3-yl]-L-alaninamide;
- 20  $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,6S)-2-oxo-6-phenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,6S)-2-oxo-6-phenylazepan-3-yl]-L-alaninamide;
- 25  $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,4R)-1-methyl-2-oxo-4-phenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,4R)-2-oxo-4-phenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4R)-1-methyl-2-oxo-4-phenylazepan-3-yl]-L-alaninamide;
- 30  $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4R)-1-methyl-2-oxo-4-phenylazepan-3-yl]-L-alaninamide;

- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4R)-2-oxo-4-phenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4R)-2-oxo-4-phenylazepan-3-yl]-L-alaninamide;
- 5  $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,4S)-1-methyl-2-oxo-4-phenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,4S)-2-oxo-4-phenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4S)-1-methyl-2-oxo-4-phenylazepan-3-yl]-L-alaninamide;
- 10  $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4S)-1-methyl-2-oxo-4-phenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4S)-2-oxo-4-phenylazepan-3-yl]-L-alaninamide;
- 15  $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4S)-2-oxo-4-phenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,4R,7S)-1-methyl-2-oxo-4,7-diphenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,4R,7S)-2-oxo-4,7-diphenylazepan-3-yl]-L-alaninamide;
- 20  $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4R,7S)-1-methyl-2-oxo-4,7-diphenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4R,7S)-1-methyl-2-oxo-4,7-diphenylazepan-3-yl]-L-alaninamide;
- 25  $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4R,7S)-2-oxo-4,7-diphenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4R,7S)-2-oxo-4,7-diphenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,4S,7S)-1-methyl-2-oxo-4,7-diphenylazepan-3-yl]-L-alaninamide;
- 30  $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,4S,7S)-2-oxo-4,7-diphenylazepan-3-yl]-L-alaninamide;

- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4S,7S)-1-methyl-2-oxo-4,7-diphenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4S,7S)-1-methyl-2-oxo-4,7-diphenylazepan-3-yl]-L-alaninamide;
- 5  $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4S,7S)-2-oxo-4,7-diphenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4S,7S)-2-oxo-4,7-diphenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,4R,7R)-1-methyl-2-oxo-4,7-diphenylazepan-3-yl]-L-alaninamide;
- 10  $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,4R,7R)-2-oxo-4,7-diphenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4R,7R)-1-methyl-2-oxo-4,7-diphenylazepan-3-yl]-L-alaninamide;
- 15  $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4R,7R)-1-methyl-2-oxo-4,7-diphenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4R,7R)-2-oxo-4,7-diphenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4R,7R)-2-oxo-4,7-diphenylazepan-3-yl]-L-alaninamide;
- 20  $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,4R,6S)-1-methyl-2-oxo-4,6-diphenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,4R,6S)-2-oxo-4,6-diphenylazepan-3-yl]-L-alaninamide;
- 25  $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4R,6S)-1-methyl-2-oxo-4,6-diphenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4R,6S)-1-methyl-2-oxo-4,6-diphenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4R,6S)-2-oxo-4,6-diphenylazepan-3-yl]-L-alaninamide;
- 30  $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4R,6S)-2-oxo-4,6-diphenylazepan-3-yl]-L-alaninamide;

- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,4S,6S)-1-methyl-2-oxo-4,6-diphenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,4S,6S)-2-oxo-4,6-diphenylazepan-3-yl]-L-alaninamide;
- 5  $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4S,6S)-1-methyl-2-oxo-4,6-diphenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4S,6S)-1-methyl-2-oxo-4,6-diphenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4S,6S)-2-oxo-4,6-
- 10 diphenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4S,6S)-2-oxo-4,6-diphenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,4R,6R)-1-methyl-2-oxo-4,6-diphenylazepan-3-yl]-L-alaninamide;
- 15  $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,4R,6R)-2-oxo-4,6-diphenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4R,6R)-1-methyl-2-oxo-4,6-diphenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4R,6R)-1-methyl-2-oxo-
- 20 4,6-diphenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4R,6R)-2-oxo-4,6-diphenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,4R,6R)-2-oxo-4,6-diphenylazepan-3-yl]-L-alaninamide;
- 25  $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,5R,7S)-1-methyl-2-oxo-5,7-diphenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,5R,7S)-2-oxo-5,7-diphenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,5R,7S)-1-methyl-2-oxo-
- 30 5,7-diphenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,5R,7S)-1-methyl-2-oxo-5,7-diphenylazepan-3-yl]-L-alaninamide;

- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,5R,7S)-2-oxo-5,7-diphenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,5R,7S)-2-oxo-5,7-diphenylazepan-3-yl]-L-alaninamide;
- 5  $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,5S,7S)-1-methyl-2-oxo-5,7-diphenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,5S,7S)-2-oxo-5,7-diphenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,5S,7S)-1-methyl-2-oxo-5,7-diphenylazepan-3-yl]-L-alaninamide;
- 10  $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,5S,7S)-1-methyl-2-oxo-5,7-diphenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,5S,7S)-2-oxo-5,7-diphenylazepan-3-yl]-L-alaninamide;
- 15  $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,5S,7S)-2-oxo-5,7-diphenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,5R,7R)-1-methyl-2-oxo-5,7-diphenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,5R,7R)-2-oxo-5,7-diphenylazepan-3-yl]-L-alaninamide;
- 20  $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,5R,7R)-1-methyl-2-oxo-5,7-diphenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,5R,7R)-1-methyl-2-oxo-5,7-diphenylazepan-3-yl]-L-alaninamide;
- 25  $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,5R,7R)-2-oxo-5,7-diphenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,5R,7R)-2-oxo-5,7-diphenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,5S)-1-methyl-2-oxo-5-phenylazepan-3-yl]-L-alaninamide;
- 30 L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,5S)-2-oxo-5-phenylazepan-3-yl]-L-alaninamide;

- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,5S)-1-methyl-2-oxo-5-phenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,5S)-1-methyl-2-oxo-5-phenylazepan-3-yl]-L-alaninamide;
- 5  $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,5S)-2-oxo-5-phenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,5S)-2-oxo-5-phenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,5R)-1-methyl-2-oxo-5-phenylazepan-3-yl]-
- 10 L-alaninamide;
- $N^2$ -[(3,5-difluorophenyl)acetyl]- $N^1$ -[(3S,5R)-2-oxo-5-phenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,5R)-1-methyl-2-oxo-5-phenylazepan-3-yl]-L-alaninamide;
- 15  $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,5R)-1-methyl-2-oxo-5-phenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2S)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,5R)-2-oxo-5-phenylazepan-3-yl]-L-alaninamide;
- $N^2$ -[(2R)-2-(3,5-difluorophenyl)-2-hydroxyacetyl]- $N^1$ -[(3S,5R)-2-oxo-5-
- 20 phenylazepan-3-yl]-L-alaninamide.

34. A compound according to any one of claims 1 to 33, for use as a medicament.

35. A compound as defined in any one of claims 1 to 33 for the use in the treatment of neurological disorders.

- 25 36. A compound as defined in any one of claims 1 to 33 for the use in the prevention of Alzheimer's disease, or Down's Syndrome.

37. A compound as defined in any one of claims 1 to 33 for the use in the treatment of Alzheimer's disease, or Down's Syndrome.

38. The use of a compound as defined in any one of claims 1 to 33, in the
- 30 manufacture of a medicament for the treatment or prophylaxis of disorders associated with  $\beta$ -amyloid production.

39. A method of treatment of a human or animal suffering from neurological disorders associated with  $\beta$ -amyloid production comprising administering to a host in

need of such treatment a therapeutically effective amount of a compound as defined in any one of claims 1 to 33.

40. A method of treating Alzheimer's disease in a patient comprising administering to a patient in need of such treatment an effective amount of a compound as defined in  
5 any one of claims 1 to 33.

41. A method of treating dementia in a patient comprising administering to a patient in need of such treatment and effective amount of a compound as defined in any one of claims 1 to 33.

42. A method of treating age associated cognitive decline, mild cognitive  
10 impairment, learning deficit, cognition deficit, attention deficit, memory loss, Attention Deficit Hyperactivity Disorder or Down's Syndrome in a patient comprising administering to a patient in need of such treatment and effective amount of a compound as defined in any one of claims 1 to 33.

43. A method of preventing Alzheimer's disease a patient comprising administering  
15 to a patient at risk of developing Alzheimer's disease an effective amount of a compound as defined in any one of claims 1 to 33.

44. A method of preventing dementia in a patient comprising administering to a patient at risk of developing dementia an effective amount of a compound as defined in any one of claims 1 to 33.

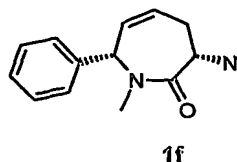
20 45. A method of preventing age associated cognitive decline, mild cognitive impairment, learning deficit, cognition deficit, attention deficit, memory loss, Attention Deficit Hyperactivity Disorder or Down's Syndrome in a patient comprising administering to a patient at risk of developing a learning deficit, cognition deficit, attention deficit, memory loss, Attention Deficit Hyperactivity Disorder or Down's  
25 Syndrome an effective amount of a compound as defined in any one of claims 1 to 33.

46. A method for inhibiting  $\gamma$ -secretase activity comprising administering to a host in need of such inhibition a therapeutically effective amount of a compound as defined in any one of claims 1 to 33.

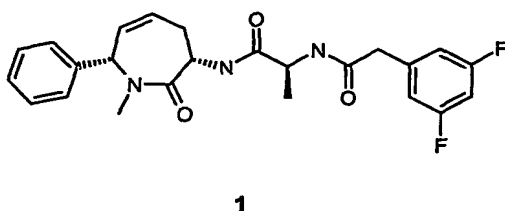
47. A pharmaceutical composition comprising a compound as defined in any one of  
30 claims 1 to 33 or a pharmaceutically acceptable salt or in vivo hydrolysable ester thereof, together with at least one pharmaceutically acceptable carrier, diluent or excipient.



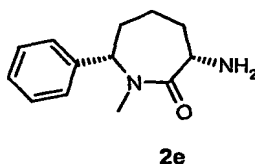
48. A process for preparing a compound of formula 1f comprising reacting a compound of formula 1d with TFA.



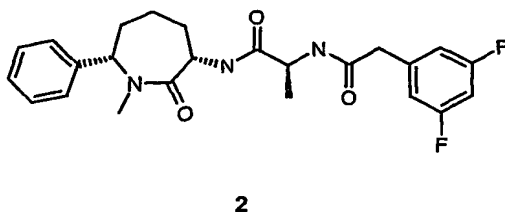
49. A process for preparing a compound of formula 1 comprising reacting a compound of formula 1f and *N*-[(3,5-difluorophenyl)acetyl]-L-alanine with HOBt-hydrate, EDAC.HCL and *N*-methyl morpholine.



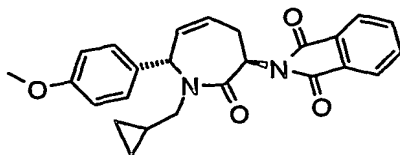
50. A process for preparing a compound of formula 2e comprising reacting a compound of formula 2c with H<sub>2</sub>, Pearlman's Catalyst in ETOH.



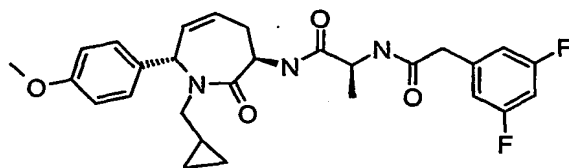
51. A process for preparing a compound of formula 2 comprising reacting a compound of formula 2e and *N*-[(3,5-difluorophenyl)acetyl]-L-alanine with HOBt-hydrate, EDAC.HCL and *N*-methyl morpholine.



52. A process for preparing a compound of formula 11f comprising reacting a compound of formula 11d with  $\text{H}_2\text{NNH}_2$  in MeOH.

**11d**

5 53. A process for preparing a compound of formula 11A comprising reacting a compound of formula 11f and *N*-[(3,5-difluorophenyl)acetyl]-L-alanine with with HOBt-hydrate, EDAC.HCL and *N*-methyl morpholine.

**11A**